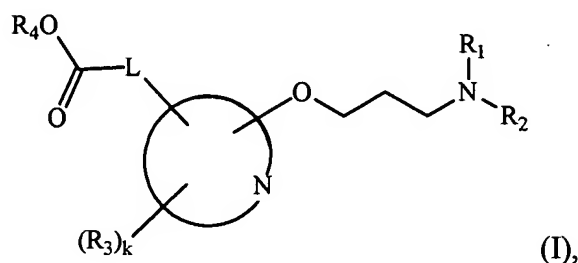


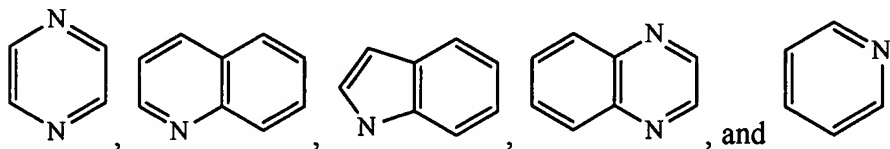
# IN THE CLAIMS

Please cancel claims 1 through 124. Please add the following claims 125 through 144. Accordingly, claims 125 through 144 are pending upon entry of this Preliminary Amendment.

125. (NEW) A compound having the structure of Formula I:



wherein is a monocyclic or bicyclic aromatic moiety in which at least one of the ring atoms is N and selected from the group consisting of:



L is selected from the group consisting of a bond and CH<sub>2</sub>;

k is 1, 2, or 3;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of

- a) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;
- b) a six-membered carbocyclic aromatic moiety, or a monocyclic or bicyclic aromatic moiety in which at least one ring atom is N, wherein any such aromatic moiety is optionally substituted with one or more substituents selected from the group consisting of
  - A) optionally substituted C<sub>1</sub>-C<sub>8</sub> straight-chain, branched, or cyclic saturated or unsaturated alkyl;
  - B) an alkoxy of formula -(X<sub>1</sub>)<sub>n1</sub>-O-X<sub>2</sub>, where

X<sub>1</sub> is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X<sub>2</sub> is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl;  
and

n<sub>1</sub> is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula  $-(X_3)_{n3}-NX_4X_5$ , where

X<sub>3</sub> is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X<sub>4</sub> and X<sub>5</sub> are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X<sub>4</sub> and X<sub>5</sub>, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

n<sub>3</sub> is 0 or 1;

c) perhaloalkyl;

d) halogen; and

e) acyl and sulfonyl;

Each R<sub>3</sub> is independently selected from the group consisting of

a) hydrogen;

b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;

c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of

A) optionally substituted C<sub>1</sub>-C<sub>8</sub> straight-chain, branched, or cyclic saturated or unsaturated alkyl;

B) an alkoxy of formula  $-(X_1)_{n1}-O-X_2$ , where

X<sub>1</sub> is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X<sub>2</sub> is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl;  
and

n<sub>1</sub> is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula -(X<sub>3</sub>)<sub>n<sub>3</sub></sub>-NX<sub>4</sub>X<sub>5</sub>, where

X<sub>3</sub> is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X<sub>4</sub> and X<sub>5</sub> are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or X<sub>4</sub> and X<sub>5</sub>, taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

n<sub>3</sub> is 0 or 1;

d) perhaloalkyl;

e) halogen; and

f) acyl and sulfonyl; and

R<sub>4</sub> is selected from the group consisting of

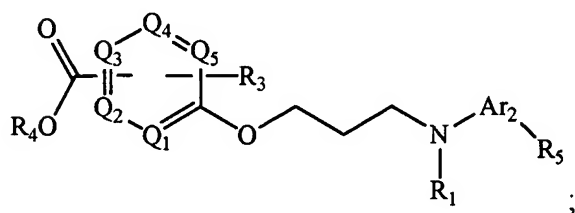
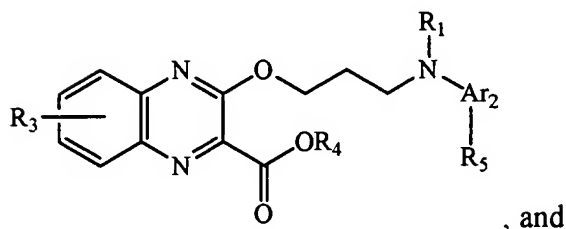
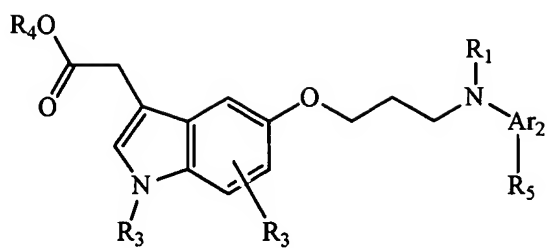
a) hydrogen;

b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring; and

c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of optionally substituted C<sub>1</sub>-C<sub>8</sub> straight-chain, branched, or cyclic saturated or unsaturated alkyl;

or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

126. (NEW) The compound of Claim 1 selected from the group consisting of:



wherein Ar<sub>2</sub> is a monocyclic or bicyclic aromatic moiety in which at least one of the ring atoms is N;

one of Q<sub>1</sub> - Q<sub>5</sub> is nitrogen and the rest are carbon, wherein said carbon is optionally substituted with hydrogen, R<sub>3</sub>, or -C(O)OR<sub>4</sub>; and

R<sub>5</sub> is selected from the group consisting of

- a) hydrogen;
- b) alkyl, optionally substituted with a substituent selected from the group consisting of hydrogen, lower alkyl, optionally substituted carbocyclic or heterocyclic ring, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino;
- c) a five-membered or six-membered heteroaryl ring or a six-membered aryl ring, optionally substituted with one or more substituents selected from the group consisting of
  - A) optionally substituted C<sub>1</sub>-C<sub>8</sub> straight-chain, branched, or cyclic saturated or unsaturated alkyl;
  - B) an alkoxy of formula -(X<sub>1</sub>)<sub>n1</sub>-O-X<sub>2</sub>, where
 

X<sub>1</sub> is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

X<sub>2</sub> is selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl;

and n<sub>1</sub> is 0 or 1;

C) halogen or perhaloalkyl;

D) cyano;

E) nitro;

F) an amino of formula  $-(X_3)_{n3}-NX_4X_5$ , where

$X_3$  is selected from the group consisting of lower alkylene, lower alkenylene, lower alkynylene, aryl, and heteroaryl;

$X_4$  and  $X_5$  are each independently selected from the group consisting of hydrogen, lower alkyl, aryl, and heteroaryl; or  $X_4$  and  $X_5$ , taken together with the nitrogen to which they are attached, form a five-membered or six-membered heteroaromatic or heteroaliphatic ring; and

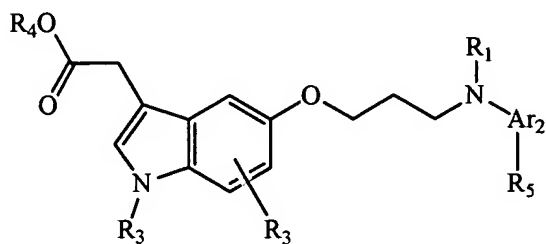
$n_3$  is 0 or 1;

d) perhaloalkyl;

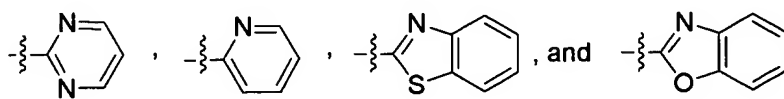
e) halogen; and

f) acyl and sulfonyl.

127. (NEW) The compound of Claim 2 having the structure:



wherein  $Ar_2$  is selected from the group consisting of:



128. (NEW) The compound of Claim 3, wherein  $R_1$  is alkyl, optionally substituted with one or more optionally substituted carbocyclic or heterocyclic rings.

129. (NEW) The compound of Claim 4, wherein said alkyl is a lower alkyl.

130. (NEW) The compound of Claim 5, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.

131. (NEW) The compound of Claim 4, wherein said carbocyclic ring is phenyl.

132. (NEW) The compound of Claim 7, wherein said phenyl is optionally substituted with one or more substituents selected from the group consisting of lower alkyl, halogen, perhaloalkyl, hydroxy, alkoxy, nitro, and amino.
133. (NEW) The compound of Claim 8, wherein said substituent is perhaloalkyl.
134. (NEW) The compound of Claim 9, wherein said perhaloalkyl is trifluoromethyl.
135. (NEW) The compound of Claim 4, wherein the carbocyclic ring is 2,4-bis(trifluoromethyl)phenyl.
136. (NEW) The compound of Claim 3, wherein  $R_5$  is optionally substituted alkyl.
137. (NEW) The compound of Claim 12, wherein said alkyl is a lower alkyl.
138. (NEW) The compound of Claim 13, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.
139. (NEW) The compound of Claim 14, wherein  $R_5$  is ethyl.
140. (NEW) The compound of Claim 3, wherein  $R_3$  is hydrogen or optionally substituted alkyl.
141. (NEW) The compound of Claim 16, wherein said alkyl is a lower alkyl.
142. (NEW) The compound of Claim 17, wherein said lower alkyl is selected from the group consisting of methyl, ethyl, n-propyl, isopropyl, n-butyl, tert-butyl, and sec-butyl.
143. (NEW) The compound of Claim 3, wherein  $R_3$  is methyl.
144. (NEW) The compound of Claim 3, wherein  $R_3$  is hydrogen.

—  
Applicants respectfully submit that the claims are ready for examination and in condition for allowance.

Respectfully submitted,

Date: 3 Oct 2005



Thomas D. Foster  
Reg. No. 44,686

International Patent Group  
12760 High Bluff Drive  
Suite 300  
San Diego, CA 92130

Telephone: 858.922.2170  
Facsimile: 858.259.6008